

## Jocelyn E. Lavallo

### Partner

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Jocelyn E. Lavallo's practice focuses on the financing, development, purchase, and sale of energy and infrastructure projects, with a primary concentration on solar, wind, and energy storage transactions in the United States. She regularly represents financial institutions and developers in a variety of complex project financings, including construction and term debt financings, partnership flips, sale/leasebacks and asset acquisitions and sales. Jocelyn is on the Advisory Board for Foley's Energy Sector and is also a member of the firm's Environmental, Social, and Governance (ESG) Team.

Jocelyn has led numerous financing transactions involving dozens of large utility solar and wind projects and over a thousand commercial and industrial solar and solar+storage projects. She has also advised clients in the development, sale, and financing of projects involving newer technologies, including energy efficiency equipment, fuel cells, EV charging stations, biogas/RNG, microgrids, and combined heat and power plants (CHP). She also works extensively with "as a Service" contracts for the provision of a wide range of energy and energy-adjacent services.

Jocelyn has extensive experience with drafting and negotiating EPC contracts, equipment supply contracts, and operations and maintenance agreements for renewable energy projects, as well as a deep understanding of various types of revenue contracts and other project documents for utility scale and C&I projects. She is the author of the comprehensive "[C&I Solar Due Diligence Review Manual for Tax Equity Transactions.](#)"

## Representative Experience

### Solar, Wind and Storage Transactions

- Represented various tax equity investors in dozens of partnership flip financings, most of which included construction and back leverage loans, including most recently: (i) a 300MW solar and 140MW battery storage facility located in California, (ii) a 100MW solar and 50MW battery storage facility located in California, (iii) a 120MW portfolio of four utility scale solar projects located in California and

Utah, (iv) a 200MW portfolio of wind and solar projects located in California, Maine and Utah, (v) two solar projects in Oregon with a combined capacity of 100MW, (vi) a 291MW solar project located in Texas, (vii) a portfolio of 15 solar projects located in North Carolina, (viii) a 50MW solar+storage project in Colorado and a 20MW solar project located in Michigan, (ix) a 61MW solar project located in Nevada, (x) a 100 MW solar project in the Antelope Valley in California with a CCA offtaker, (xi) a 20 MW solar project in the Antelope Valley in California, (xii) a 20 MW solar project in Imperial County, California, (xiii) three utility projects in Virginia totaling over 40 MWW, (xiv) a 20 MW solar project in Long Island, New York, (xv) a portfolio of small utility solar projects in California totaling 12 MW, (xvi) a large portfolio of C&I and community solar projects located in North Carolina and Colorado, (xvii) various commercial distributed generation solar assets in Maryland and (xviii) three solar projects in California totaling approximately 180 MW.

- Represented lender, collateral agent and administrative agent in a \$123 million refinancing and consolidation of three operating portfolios composed of approximately 200 projects located in various US states.
- Represented lender, collateral agent and administrative agent on \$50 million revolving loan facility for a portfolio of energy efficiency projects.
- Represented borrower/sponsor in a construction, tax equity bridge and term loan facility, together with a partnership flip tax equity transaction, for four solar projects located in Maine.
- Represented lead arranger, lender, collateral agent, administrative agent and issuing bank on an approximately \$185 million construction, tax equity bridge and back-leverage loan facility that included a sponsor equity bridge loan and letter of credit facility for a 135 MW solar project located in North Carolina. This project included revenue from corporate PPAs and merchant sales, as well as a PJM capacity insurance policy.
- Represented lender and purchaser in a revolving development loan-to-purchase facility for dozens of CDG solar and CDG solar+storage projects located in New York.
- Represented seller in the sale of a 67 MW solar farm in Madera County, California.
- Represented borrower/sponsor in a \$50 million construction, back leverage loan and letter of credit facility for a 20MW utility solar project located in California. We also represented the developer in a tax equity financing of the same project. This project included bi-facial panel technology.
- Represented various buyers and sellers of over a dozen portfolios of distributed generation solar and storage projects located in Massachusetts, California, New York, Minnesota, Rhode Island and Colorado.
- Represented various tax equity investors in numerous sale/leaseback transactions with various solar developers involving over a dozen utility solar projects (1-20 MW each) in Arizona, New Mexico, Mississippi, Tennessee, Georgia, California, Maryland, North Carolina and Colorado, including most recently: (i) two utility projects in California, (ii) a 10 MW solar project with a CCA offtaker, (iii) a 20 MW portfolio of carport projects in California, (iv) an 18 MW portfolio of utility projects on a landfill in Maryland, (v) a 30 MW solar project in Colorado and (vi) a 20 MW solar project in Tennessee, many of which included syndication to other banks.

- Represented various tax equity investors in numerous sale/leaseback transactions with various solar developers involving over 200 distributed generation solar projects located at big box stores, schools, universities and other commercial locations in Arizona, California, Massachusetts, New York, New Jersey, Colorado, Hawaii, Maryland and Connecticut.
- Represented tax equity investor in a levered inverted lease financing of two wind farms in Oregon.
- Represented various sponsors in construction loan, back leverage loan and partnership flip financing transactions involving (i) a 204 MW wind project in Texas, (ii) a 60 MW wind farm in Nebraska, (iii) a 106.5 MW wind farm in Montana and (iv) a 103.5 MW wind farm in Montana.
- Represented tax equity investors in connection with a club partnership/flip transaction for a 161 MW wind project in Texas.
- Represented major bank as lender in a \$1 billion revolving credit facility for construction of a large portfolio of utility and distributed generation solar projects.
- Represented major financing institution as lender in a back leverage loan transaction secured by multiple solar PV portfolios of a major U.S. solar company consisting of over 8,000 residential solar systems located in multiple states.
- Represented seller in two separate sales of an ownership interest in a 550 MW solar project in Riverside County, California.
- Represented buyers in connection with the purchase, construction loan and equity financing of a 30 MW solar photovoltaic project in Austin, Texas.
- Represented buyer in connection with the approximately \$3 billion purchase and financing of a 550 MW solar generating facility in Riverside County, California, that included a U.S. Department of Energy loan guaranty in support of the debt financing. This transaction won *Project Finance Magazine's* 2012 North American Solar Deal of the Year.
- Represented investor in connection with the purchase and financing of a 31.5 MW solar photovoltaic plant developed located in Brookhaven, New York, which was awarded 2011 Best Solar Photovoltaic Project of the Year by the New York Solar Energy Industry Association (NYSEIA) and Renewable Energy Project of the Year, Reader's Choice Award by *Renewable Energy World*.

## **Natural Gas and Other Infrastructure**

- Represented lender in the \$870 million debt financing for the construction and operation of an LNG receiving terminal in Pascagoula, Mississippi.
- Represented U.S. developer in the \$200 million acquisition and debt financing of a gas-fired electricity generation station and related natural gas exploration and exploitation licenses, pipelines and collection system in the United Kingdom.
- Represented lender in a \$210 million construction financing of a 1.2 billion lb/year propane dehydrogenation plant to produce propylene.
- Represented lenders in a \$130 million construction financing for a water treatment facility to service a 769 MW coal-fired power generation facility in West Virginia.
- Represented lender in the financing of a 190 mile interstate natural gas pipeline.

- Represented purchaser of equity interest in a 1,000 MW natural gas-fired, combined-cycle electric generating facility in New York.
- Represented major financial institutions and corporations in the leveraged lease financings of large-ticket assets, including railroad rolling stock, QTE equipment and cogeneration facilities.

## Pro Bono Matters

- Represented a nonprofit organization in Maine obtain tax-exempt status.
- Represented nonprofit organization in the development and installation of solar facilities throughout the New York and New Jersey coastal areas to be used for power supply in the event of an emergency.
- Represented a nonprofit organization formed to create a private, collaborative forum for strategic discussion concerning integration of renewable energy projects into electric utilities' portfolios for the benefit of the public.
- Represented a nonprofit renewable energy company in connection with its development and installation of renewable energy projects in the State of New York.
- Represented a Tibetan asylum seeker before the U.S. Court of Appeals for the Second Circuit. Co-authored appellate brief.

## Awards and Recognition

- Recognized, *Chambers USA: America's Leading Lawyers for Business* in the practice area of Projects: Renewables & Alternative Energy (2020, 2021, 2022, 2023)
- Recognized, *Chambers Global* in the practice area of *Projects: Renewables & Alternative Energy (USA)* (2021, 2022, 2023)

## Affiliations

- American Bar Association
- New York State Bar Association
- Maine State Bar Association

## Sectors

- [Energy](#)
- [Racial Justice & Equity](#)
- [Renewables](#)

## Practice Areas

- [Corporate](#)
- [Finance](#)

## Education

- Fordham University School of Law (J.D., 2005)
  - Member, *Fordham Environmental Law Journal*



FOLEY & LARDNER LLP

- Recipient of the Henrietta Metcalf Prize in Contracts and the Calamari-Perillo Contracts Award
- Wheaton College in Massachusetts (B.A., summa cum laude, 1999)
  - Art History
  - Phi Beta Kappa

## **Admissions**

- Maine
- New York